



ORIX Financial Services, Inc.  
600 TownPark Lane, Kennesaw, GA 30144  
TEL: 770-970-6000 FAX: 770-970-6016

Legal Department

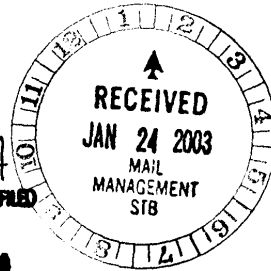
January 23, 2003

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, NW  
Washington, D.C. 20423  
(202) 565-1500

RECORDATION NO. 24255-A FILED

JAN 24 '03 3-04 PM

SURFACE TRANSPORTATION BOARD



Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two copies of a Termination and Release of Security Interest which will serve to terminate a Memorandum that has been recorded with the Surface Transportation Board on December 23, 2002, under Recordation No. 24255.

The name and address of the party to the enclosed document is:

Assignee/ Secured Party: ORIX Financial Services, Inc.  
600 TownPark Lane, 3<sup>rd</sup> floor  
Kennesaw, GA 30144

A description of the railroad equipment covered by the enclosed document is:

50 locomotives BNSF 4097-4146

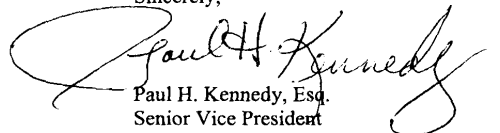
A short summary of the schedule to appear in the index follows:

Termination and Release of Security Interest

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to me at the above address.

Sincerely,

  
Paul H. Kennedy, Esq.  
Senior Vice President


TERMINATION AND RELEASE OF SECURITY INTEREST

ORIX Financial Services, Inc., ("ORIX"), for good and valuable consideration the receipt and sufficiency of which is acknowledged, terminates and releases its rights and interests in all of the following: fifty (50) Model Dash 9-44 CW locomotives bearing the numbers BNSF 4097 - 4146 (the "Locomotives").

A Memorandum of ORIX's rights and interests with respect to the Locomotives as Assignee and as Secured Party has previously been recorded with the Surface Transportation Board on December 23, 2002, under Recordation Ns. 24255. ORIX releases and terminates its rights and interests covered by that Memorandum.


EXECUTED effective as of January 23, 2003.

ORIX Financial Services, Inc.

By:   
Name: Roderick Roberts  
Title: Senior Vice President

State of Georgia, County of Cobb

On January 7, 2003, before me personally appeared Roderick Roberts, to me personally known, who being by me duly sworn says that he is a Senior Vice President of ORIX Financial Services, Inc., and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public  
My commission expires:

My Commission Expires  
March 7, 2006

[NOTARIAL SEAL]

RECORDATION NO. 24255-A FILED

JAN 24 '03 3:04 PM

SURFACE TRANSPORTATION BOARD